

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE SHAAR FUND, LTD.,

Plaintiff,

v.

ATSI COMMUNICATIONS, INC.,

Defendant.
----- X

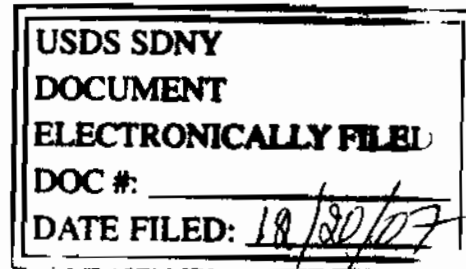
(ECF)
No. 07 Civ. 6960 (LAK)

**STIPULATION AND ORDER
OF DISMISSAL**

WHEREAS, the parties have reached a settlement of this action and have
executed a Settlement Agreement dated December 10, 2007.

IT IS HEREBY STIPULATED AND AGREED by and between the undersigned
counsel for The Shaar Fund, Ltd. and ATSI Communications, Inc., pursuant to Fed. R. Civ. Pro.
41(a)(1) and (c), that:

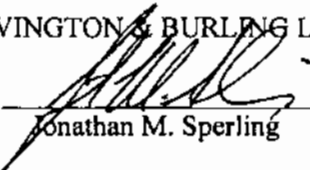
1. All claims, set-offs, or counterclaims that were asserted or could have been
asserted in this action by the parties or their attorneys shall be dismissed with prejudice;
2. All parties are to bear their own costs and attorneys' fees; and



3. The Court shall retain jurisdiction over the matters dismissed solely to enforce the terms of the parties' Settlement Agreement relating to the dismissals with prejudice set forth herein.

Dated: December 17, 2007

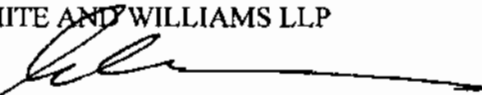
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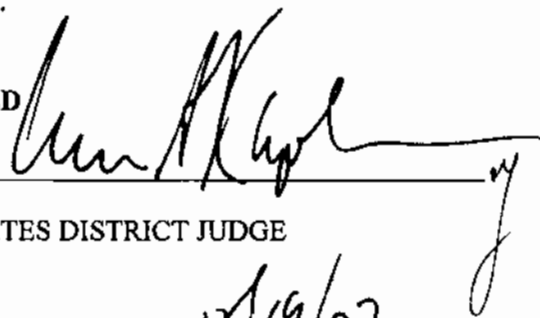
*Attorneys for Defendant
ATSI Communications, Inc.*

Based on the foregoing Stipulation of the Parties, IT IS HEREBY ORDERED that:

1. All claims, set-offs, or counterclaims that were asserted or could have been asserted in this action by the parties or their attorneys are hereby dismissed with prejudice; and

2. The Court shall retain jurisdiction over the matters so dismissed solely to enforce the terms of the parties' Settlement Agreement relating to the dismissals with prejudice ordered herein.

SO ORDERED

By: 

UNITED STATES DISTRICT JUDGE

12/19/07